



Cloch Housing Association

Board Remit

Policy Name	Board Remit
Policy Category	Corporate & Governance
Policy Number	049
Date Adopted	20/09/2016
Last Review	21/09/2022
This Review	20/09/2023
Next Review	September 2024
Equalities Impact Assessment Required	No
Link to other policies	Rules, Scheme of Delegation, Standing Orders & Code of Conduct
Consultation	No
Need for Procedure	No

Role and Composition

- 1.1 The Board is ultimately responsible for the strategic direction, governance and overall control of Cloch Housing Association. The Board will direct Cloch in accordance with its Rules and will determine its strategy to ensure that Cloch's Business Plan Objectives are achieved.
- 1.2 To streamline its work, the Board may delegate some of its responsibilities to Committees and Working Parties, established in accordance with Cloch's Rules and to the CEO in accordance with Cloch's Standing Orders.
- 1.3 The Board will have at least seven and not more than twelve members (including co-optees) elected in accordance with its Rules. All Board members are expected to attend meetings and vote in accordance with Cloch's Rules, Standing Orders and Code of Conduct.
- 1.4 The Board will normally hold eight meetings each year. The quorum for meetings is four members of the Board, excluding co-optees who will not contribute to the quorum.
- 1.5 The Board will be supported by Cloch's CEO who will attend all meetings, or be represented by another Leadership Team member. They will ensure that the Board and its activities are effectively serviced. The CEO will act as principal advisor to the Board and the Leadership Team will provide advice and information to the Board, but do not have any voting rights.
- 1.6 In order to streamline its work, the Board may, in accordance with Cloch's Rules establish sub-committees and working groups to which are delegated specific responsibilities. The remit and membership of any such sub-committee or working group must be approved by the Board and sub-committees must be chaired by a Board member.

Purpose

- 2.1 The Board will exercise the responsibilities set out in Cloch's Rules. The Board is responsible for leading the development of Cloch's aims, objectives, strategy and planning. The Board is responsible for monitoring their effective implementation, ensuring their achievement and overseeing performance.
- 2.2 The Board is responsible for ensuring that Cloch complies with all legal and regulatory requirements. The Board is also responsible for ensuring that Cloch is adequately resourced and effectively managed to meet its Business Plan Objectives and its obligations and commitments to service users.

Aims, Objectives and Values

3.1 The Board will:

- Define and ensure compliance with the Cloch's Business Plan, values and standards, in accordance with its rules, legislation and regulatory expectations;
- Uphold and promote Cloch's vision and values and standards to customers, tenants, service users, staff, partners and stakeholders;
- Agree, uphold and ensure compliance with the Code of Conduct for Board Members to meet the highest ethical standards of integrity and probity;
- Ensure that Cloch conducts its affairs openly, honestly and with integrity and that the values of equality, diversity and dignity at work are upheld and promoted.

4. Governance

4.1 The Board will:

- Promote the highest standards of governance in all of Cloch's activities and ensure compliance with regulatory expectations and good practice advice;
- Establish a framework for developing, implementing, monitoring and reviewing policies and plans to achieve Cloch's objectives;
- Ensure that strategic plans, policies and operational practices are informed by the views of tenants, service users and other customers;
- Promote and maintain an effective working relationship with the CEO and Leadership Team based on clear delegation and open communication;
- Ensure that the Board has the necessary skills, knowledge and expertise to carry out its functions;
- Approve the remits and/or terms of reference and composition of all sub-committees and working groups established by the Board and monitor their activities;
- Develop, promote and maintain strategic alliances and partnerships with other bodies. Where Cloch is represented on outside bodies, the Board will approve the nature of the representation and will receive periodic reports.

4.2 The Board will adopt and implement a framework for the support, training and regular appraisal of Board members.

4.3 The Board will always act in and seek to promote the best interests of Cloch, its tenants and service users.

5. Strategy, Planning and Performance

5.1 The Board will develop, agree and oversee the implementation of Cloch's strategic and corporate plans, including the:

- Business Plan
- Financial Viability Plan

- Treasury Management Policy
- Affordable Housing Supply Programme
- Annual Budget
- Risk Management Strategy

5.2 The Board will:

- adopt and oversee the implementation of a framework for the development and review of policies to support the delivery of corporate objectives and ensure compliance with statutory and regulatory requirements;
- ensure that the development and implementation of Cloch's policies and plans are informed by the views of tenants, service users and stakeholders and that they comply with all relevant statutory and regulatory requirements and guidance;
- agree targets for service delivery and business performance and ensure the establishment and implementation of an appropriate framework for monitoring their achievement that includes comparison of Cloch's performance against those of relevant peer organisations;
- adopt appropriate frameworks to ensure robust internal control, the effective management of risk and clear delegation of authority to sub-committees and the CEO;
- oversee the development and maintenance of effective strategic alliances and partnerships and ensure that Cloch contributes to the development of plans and strategies by other bodies that are relevant to the achievement of Cloch's strategic aims and objectives;
- approve any new initiatives, business partnerships or business activities that are introduced out with the Business Plan.

Resources

6.1 The Board will ensure that Cloch has the necessary financial, human and other resources to meet its aims, objectives and targets.

6.2 The Board will:

- Approve the terms of Cloch's borrowing and investments and ensure that all such activities comply with legal and regulatory requirements and with Cloch's Rules;
- Ensure the availability of sufficient grant and loan finance, on appropriate terms, to support the achievement of Cloch's objectives;
- Approve the terms of Cloch's annual rent and service charge increase;
- Undertake all the functions associated with Cloch's role as an employer and establish and oversee the implementation of an appropriate framework for the recruitment, remuneration, support and employment of staff;
- Appoint (and if necessary dismiss) the CEO approve their salary, benefits and terms of employment.

The Board cannot delegate any of the foregoing responsibilities or activities.

7. Compliance, Control and Accountability

- 7.1 The Board will ensure that Cloch complies with its Rules and all statutory and regulatory requirements. It will ensure that Cloch applies good practice in all its activities.
- 7.2 The Board will approve all returns required by regulators and ensure that they are made accurately and submitted timeously.
- 7.3 The Board will receive the auditor's report, approve the audited accounts for recommendation to the AGM and agree the recommendation to members in respect of the appointment or re-appointment of the External Auditor.
- 7.4 The Board will authorise the use of the Seal, in accordance with Rule 63.

8. Related Organisations

- 8.1 The Board will approve the terms of any loans or other financial or resource arrangements between Cloch and a related organisation.
- 8.2 The Board will approve the strategic and business plans of any subsidiary established by Cloch.
- 8.3 The Board will approve and keep under review the terms of Cloch's involvement in any joint venture.